

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

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RUSSELL HOFF, Individually and  
on Behalf of All Others Similarly Situated,

Plaintiff,

v.

POPULAR INC., RICHARD CARRIÓN,  
JORGE A. JUNQUERA, MANUEL  
MORALES, FRANCISCO M. REXACH,  
JUAN J. BERMÚDEZ, MARIA L.  
FERRÉ, WILLIAM J. TEUBER, JOSÉ R.  
VIZCARRONDO, FREDERIC V.  
SALERNO, MICHAEL J. MASIN,  
PRICEWATERHOUSECOOPERS LLP,  
UBS FINANCIAL SERVICES  
INCORPORATED OF PUERTO RICO,  
POPULAR SECURITIES, INC., and  
CITIGROUP GLOBAL MARKETS, INC.,

Defendants.

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Civil Action No. 3:09-cv-01428-JAG

**PRICEWATERHOUSECOOPERS LLP'S MOTION TO DISMISS  
PLAINTIFFS' CONSOLIDATED CLASS ACTION COMPLAINT**

COMES NOW, Defendant PricewaterhouseCoopers LLP ("PwC"), through the undersigned counsel and respectfully submits, alleges, and prays as follows:

1. Pursuant to Federal Rules of Civil Procedure 12(b)(6), 23.1 and Local Rule 7.1, the above-named defendant respectfully moves this Honorable Court to dismiss the instant complaint on the following grounds, set forth in greater detail in the accompanying Memorandum of Law in Support of PwC's Motion to Dismiss:

- a. Plaintiffs' Section 11 claim against PwC is time-barred pursuant to 15 U.S.C. § 77m; and

- b. Plaintiffs' Section 11 claim against PwC fails to satisfy the pleading requirements of *Ashcroft v. Iqbal*, 129 S. Ct. 1937 (2009).

WHEREFORE, Defendant hereby respectfully requests that this Honorable Court enter an Order granting Defendant's Motion to Dismiss the Consolidated Class Action Complaint without leave to replead, and grant such other relief as the Court deems just and proper.

PwC HEREBY CERTIFIES that today it electronically filed the foregoing document with the Clerk of Court using the CM/ECF system.

Respectfully submitted.

In San Juan, Puerto Rico, this 11th day of January, 2010.

**PRICEWATERHOUSECOOPERS LLP**

**KING & SPALDING LLP**

1180 Peachtree Street, N.E.  
Atlanta, Georgia 30309  
Tel: (404) 572-4600  
Fax: (404) 572-5100

**S/ELIZABETH V. TANIS**, admitted *pro hac vice*  
E-mail: etanis@kslaw.com  
**S/JOHN P. BRUMBAUGH**, admitted *pro hac vice*  
E-mail: pbrumbaugh@kslaw.com

**DEL TORO & SANTANA**

Plaza Scotiabank, Suite 610  
273 Ponce de León Avenue  
San Juan, Puerto Rico 00917  
Tel: (787) 754-8700  
Fax: (787) 756-6677

**S/ RUSSELL A. DEL TORO**

USDC-PR 121302  
E-mail: rdeltoro@dtslaw.com  
**S/ ROBERTO SANTANA APARICIO**  
USDC-PR 122811  
E-mail: rsantana@dtslaw.com